ASSIGNMENT FOR PATENT

WHEREAS:

Pictos Technologies, Inc. a corporation organized and under the laws of the State of Delaware, having the address of 4311 Jamboree Road Newport Beach, CA 92660

(hereinafter referred to as ASSIGNOR(S)), owns an interest in, to and under inventions listed in Appendix A, and in, to and under Letters Patent or similar legal protection to be obtained therefore in the United States and in any and all foreign countries for which applications for Letters Patent of the United States have been filed on dates listed in Appendix A, and

WHEREAS:

ESS Technologies International, Inc., a corporation organized and under the laws of the Cayman Islands having a place of business at 48401 Fremont Blvd. Fremont, CA 94538

(hereinafter referred to as ASSIGNEE), is desirous of acquiring ASSIGNOR'S entire interest in, to and under said inventions and in, to and under Letters Patent or similar legal protection to be obtained therefore in the United States and in any and all foreign countries.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR(S) hereby sells, assigns and transfers to ASSIGNEE, its successors, legal representatives and assigns, the full and exclusive right, title and interest to said discoveries or inventions in the United States and its territorial possessions and in all foreign countries and to all Letters Patent or similar legal protection in the United States and its territorial possessions and in any and all foreign countries to be obtained for said invention by said application or any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in a foreign country for the full term or terms for which the same may be granted.

I, SAID ASSIGNOR(S), hereby authorize and request the Commissioner of Patents and Trademarks of the United States of America and any Official of any country or countries foreign to the United States of America whose duty it is to issue Letters Patent on applications as aforesaid, to issue all such Letters Patent for said discoveries or inventions to the ASSIGNEE, as assignee of the entire right, title and interest in, to and under the same, for the sole use and behalf of the ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

I, SAID, ASSIGNOR(S), hereby covenant that I have full right to convey the entire right, title and interest herein sold, assigned, transferred and set over;

AND I, SAID ASSIGNOR(S) hereby further covenant and agree that the ASSIGNEE, its successors, legal representatives, or assigns, may apply for foreign Letters Patent on said discoveries or inventions and claim the benefits of the International Convention, and that I will, at any time, when called upon to do so by the ASSIGNEE, its successors, legal representatives, or assigns, communicate to the ASSIGNEE, its successors, legal representatives, or assigns, as the case may be, any facts known to me respecting said discover or invention, and execute and deliver and all lawful papers that may be necessary or desirable to perfect the title to the said discoveries or inventions, the said applications and the said Letters Patent to the ASSIGNEE, its successors, legal representatives and assigns, and that if reissues of the said Letters Patent or disclaimers relating thereto, or divisions, continuations, or re-filings of the said applications, or any thereof, shall hereafter be desired by the ASSIGNEE, its successors, legal representatives, or assigns, sign all lawful papers, make all rightful oaths, execute and deliver all such disclaimers and all divisional, continuation and reissue applications so desired, and do all lawful acts requisite for the application for such reissues and the procuring thereof and for the filing of such disclaimers and such applications, and generally do everything possible to aid the ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said invention or discover in all countries, and without further compensation but at the expense of the ASSIGNEE, its successors, legal representatives and assigns.

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Docket No. 37213-00000

Assignor's signature: _____   6/25/2004

Fred S.L. Chan

Citizenship: _____USA_____

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this __25__ day of __June__,
2004

STATE OF   ) California

      ss.:

COUNTY OF   ) Alameda

On this __25__ day of __June_____, 2004 before me, the undersigned authority, personally appeared to me

known and known to me to be the individual who is described in and who executed the foregoing Assignment, and
who duly acknowledged to me that he executed the same as his own voluntary act and deed for the uses and
purposed therein specified.

_____
Notary Public

KIM PALMER-CLARK
Commission # 1422220
Notary Public - California
Alameda County
My Comm. Expires May 7, 2008

ATTACHMENT A

GROUP 1	GROUP 2
Issued Patents	Patent Applications
5,381,054	09/034,819
5,440,079	09/062,343
5,502,299	09/188,831
5,572,074	09/188,871
5,572,643	09/188,996
5,706,369	09/268,913
5,892,540	09/371,491
5,929,434	09/407,395
5,932,875	09/407,501
6,040,567	09/407,556
6,153,955	09/408,198
6,256,350	09/408,919
6,271,884	09/410,210
6,305,853	09/468,696
6,437,826	09/538,889
6,441,453	09/557,454
6,441,857	09/672,987
6,462,781	09/676,538
6,486,522	09/676,551
6,493,030	09/676,998
6,498,331	09/677,227
6,507,364	09/679,854
6,532,040	09/680,036
6,534,796	09/680,037
6,535,247	09/731,640
6,563,363	09/733,788
6,580,456	09/742,786
6,587,142	09/795,033
6,593,607	09/801,401
6,597,394	09/815,584
6,617,562	09/823,941
6,639,204	09/852,397
6,677,996	09/882,576
6,697,111	09/935,213
6,744,032	09/935,231

ATTACHMENT A CONTINUED

09/949,688
09/977,444
10/016,713
10/057,731
10/072,345
10/102,042
10/102,105
10/102,410
10/113,545
10/119,982
10/136,268
10/136,413
10/293,510
60/376,690
60/376,748
60/376,750
60/376,751

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APPENDIX A

ISSUED PATENTS

Patent No.	Title	Inventor	Reel/Frame No.	Date of Recordation
5,381,054	Multiple input comparator circuit for a switched resistive network	Standley; David L	013699/0267	01/29/2003
5,440,079	Object-background discrimination using analog VLSI circuit	Mathur , et al.	013699/0267	01/29/2003
5,502,299	Current ratio circuit for multi-color imaging	Standley; David L.	013699/0267	01/29/2003
5,572,074	Compact photosensor circuit having automatic intensity range control	Standley; David L.	013699/0267	01/29/2003
5,572,643	Web browser with dynamic display of information objects during linking	Judson; David H.	011911/0220 (ZING)	06/19/2001
5,706,369	Base-n resolution converter	Wang , et al.	013699/0267	01/29/2003
5,892,540	Low noise amplifier for passive pixel CMOS imager	Kozlowski , et al.	013699/0267	01/29/2003
5,929,434	Ultra-low noise high bandwidth interface circuit for single-photon readout of photodetectors	Kozlowski , et al.	013699/0267	01/29/2003
5,932,875	Single piece integrated package and optical lid	Chung , et al.	013699/0267	01/29/2003
6,040,567	Method and device for controlling fast periodic motion	Neher , et al	013496/0589	08/14/2002
6,153,955	Implementing comprehensive PID engine with single bit adder	Cheung , et al.	013496/0589	08/14/2002
6,256,350	Method and apparatus for low cost line-based video compression of digital video stream data	Bishay , et al.	013496/0589	08/14/2002
6,271,884	Image flicker reduction with fluorescent lighting	Chung , et al.	013496/0589	08/14/2002

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Patent No.	Title	Inventor	Reel/Frame No.	Date of Recordation
6,305,853	Camera utilizing film and reflective imager	Bishay , et al.	013496/0589	08/14/2002
6,437,826	Digital video teleconferencing camera system having a base	Arnold; Thomas A.	013209/0732	08/22/2002
6,441,453	Clear coating for digital and analog imagers	Tindle; Gary D.	011805/0861 (CONEXANT)	05/09/2001
6,441,857	Method and apparatus for horizontally scaling computer video data for display on a television	Wicker , et al.	013496/0589	08/14/2002
6,462,781	Foldable teleconferencing camera	Arnold; Thomas A.	013209/0732	08/22/2002
6,486,522	Light sensing system with high pixel fill factor	Bishay , et al.	013496/0589	08/14/2002
6,493,030	Low-noise active pixel sensor for imaging arrays with global reset	Kozlowski , et al.	013496/0589	08/14/2002
6,498,331	Method and apparatus for achieving uniform low dark current with CMOS photodiodes	Kozlowski , et al.	013496/0589	08/14/2002
6,507,364	Edge-dependent interpolation method for color reconstruction in image processing devices	Bishay , et al	012273/0217 (CONEXANT)	11/05/2001
6,532,040	Low-noise active-pixel sensor for imaging arrays with high speed row reset	Kozlowski , et al.	012273/0217 (CONEXANT)	11/05/2001
6,534,796	Integrated circuit optics assembly unit	Bishay , et al.	013496/0589	08/14/2002
6,535,247	Active pixel sensor with capacitorless correlated double sampling	Kozlowski , et al.	013496/0589	08/14/2002
6,563,363	Switched capacitor comparator network	Tay; Hiok-Nam	013851/0225	03/17/2003
6,580,456	Programmable timing generator	Jacobs; William S.	009594/0366 (SIERRA IMAGING)	11/09/1998
6,587,142	Low-noise active-pixel sensor for imaging arrays with high speed row reset	Kozlowski , et al.	013496/0589	08/14/2002

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Patent No.	Title	Inventor	Reel/Frame No.	Date of Recordation
6,593,607	Image sensor with enhanced blue response and signal cross-talk suppression	Hseih; Biay-Cheng	013496/0589	08/14/2002
6,597,394	Programmable image transform processor for digital image processing	Duncan , et al.	009591/0524 (SIERRA IMAGING)	11/09/1998
6,617,562	CMOS imager with discharge path to suppress reset noise	Mann; Richard A.	011232/0239 (CONEXANT)	10/05/2000
6,639,204	Solid state color imager and method of manufacture	Mann; Richard A.	013851/0225	03/17/2003
6,677,996	Real time camera exposure control	Chung , et al.	013496/0589	08/14/2002
6,697,111	Compact low-noise active pixel sensor with progressive row reset	Kozlowski , et al.	013851/0225	03/17/2003
6,744,032	Arrangement of microlenses in a solid state image sensor for improving signal to noise ratio	Tay; Hiok-Nam	013851/0225	03/17/2003
6,617,562	CMOS imager with discharge path to suppress reset noise	Mann; Richard A.	011232/0239	10/05/2000

PATENT APPLICATIONS

Application No.	Title	Inventor	Reel/Frame No.	Date of Recordation
09/034,819	Method and apparatus for compensating for geometric distortion caused by a lensing system in a digital image detector	Pine, Joshua I.	010885/0931	06/02/2000
09/062,343	CMOS imaging apparatus	Ferry et al.		04/17/1998 (filed)

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Application No.	Title	Inventor	Reel/Frame No.	Date of Recordation
09/268,913	Low noise CMOS active-pixel sensor for imaging arrays with high speed global or row reset	Kozlowski et al.		03/16/1999 (filed)
09/371,491	Imager with orientation correction capabilities	Pine, Josh I	013496/0589	08/14/2002
09/407,395	Color imager without filter	Bishay et al		9/28/1999 (filed)
09/407,501	An integrated camera module	Bishay et al.	013496/0589	08/14/2002
09/407,556	Hybrid multiple sensor device	Bishay et al.	013496/0589	08/14/2002
09/408,198	Infrared communication system utilizing receiver with multiple photo-sensors	Chung, Randall M.	013496/0589	08/14/2002
09/410,210	Active pixel sensor with multiplexed photosensing elements readout scheme	Hseih, Biay-Cheng		09/30/1999 (filed)
09/538,889	Automatic gain control algorithm for pc-based video camera	Dong, Blake, M.	013496/0589	08/14/2002
09/557,454	CMOS JFET amplified pixel	Kozlowski et al.	013496/0589	08/14/2002
09/672,987	Selectable resolution image capture system	Pine, Joshua I.	013496/0589	08/14/2002
09/676,538	Combined digital image across talk correction and interpolation	Najand, Shahriar	011178/0767	09/29/2000
09/676,551	NO FILE			
09/676,998	Exposure control in electromechanical imaging devices	Pine, Joshua I.	013496/0589	08/14/2002
09/677,227	NO FILE			
09/679,854	NO FILE			
09/680,036	NO FILE			
09/731,640	Imaging system for minimizing pixel defects	Pine, Joshua I.	013496/0589	08/14/2002
09/733,788	Enhanced resolution mode using color image capture device	Pine, Joshua I.	013496/0589	08/14/2002

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Application No.	Title	Inventor	Reel Frame No.	Date of Recordation
09/742,786	Automatic detection and correction of pixel defects in solid state imagers	Pine, Joshua I.	013496/0589	08/14/2002
09/795,033	Imaging system having selectable interpolation processing	Pine, Joshua I.	013496/0589	08/14/2002
09/801,401	Imaging system having an Image memory between the functional processing system	Pine, Joshua I.	013496/0589	08/14/2002
09/815,584	Imaging system having adaptive clocking in response to processing state	Pine, Joshua I.	013496/0589	08/14/2002
09/823,941	NO FILE			
09/852,397	Chip On Board (COB) package for CMOS Imager	Tindle et al.	013496/0589	08/14/2002
09/882,576	NO FILE			
09/935,213	NO FILE			
09/935,231	Semiconductor device for isolating a photodiode to reduce junction leakage and method of formation	Mann, Richard A.	013851/0225	03/17/2003
09/949,688	Off-grid interpolation in image processing	Bao et al.	013496/0589	08/14/2002
09/977,444	NO FILE			
10/016,713	Method and article of manufacture for micro-lens resulting from multi-stage fabrication technique.	Bencuya, Selim S.	014081/0620	05/16/2003
10/057,731	NO FILE			
10/072,345	Imaging system combining multiple still images for higher resolution image output	Pine, Joshua I.		10/25/2001 (filed)
10/102,042	Efficient implementation of a noise removal filter	Pan, Shien-Tai	103022/0288	06/24/2002
10/102,105	Image resolution conversion using pixel dropping	Bao et al.		03/20/2002 (filed)
10/102,410	NO FILE			
10/113,545	NO FILE			
10/119,982	Tapered threshold reset FET for CMOS imagers	Kozlowski et al.	013851/0225	03/17/2003

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Application No.	Title	Inventor	Reel/Frame No.	Date of Recordation
10/136,268	NO FILE			
10/136,413	Suppressing radiation charges from reaching dark signal sensor	Mann et al.	013851/0225	03/17/2003
10/293,510	Semiconductor device for isolating a photodiode to reduce junction leakage and method of formation	Mann, Richard A.	013851/0225	03/17/2003
60/376,690	NO FILE			
60/376,748	NO FILE			
60/376,750	NO FILE			
60/376,751	NO FILE			

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